

REDACTED VERSION

DECLARATION OF DR. CHIRINJEEV KATHURIA

I, DR. CHIRINJEEV KATHURIA, state as follows:

1. I am the Chairman of PlanetSpace Inc. I co-founded PlanetSpace in 2005, and have been employed with the company since that time.

2. On June 30, 2008, PlanetSpace submitted a proposal to NASA in response to Request for Proposals No. NNJ08ZBG001R, which sought proposals for a contract to perform space transportation services and to supply cargo to the International Space Station from January 1, 2009 through December 31, 2015. This procurement is known as the Space Station Commercial Resupply Services procurement (the "CRS procurement"). On December 23, 2008, NASA notified PlanetSpace that it was not selected for a contract award.

3. On January 14, 2009, PlanetSpace filed a protest at the Government Accountability Office ("GAO"). On April 22, 2009, the GAO issued a decision denying the protest.

4. I decided to reach out to William H. Gerstenmaier, the Source Selection Authority for the CRS procurement, to determine whether NASA was interested in resolving this controversy without further litigation. On May 14, 2009, PlanetSpace and NASA began to discuss the possibility of settling this matter.

5. From May 14, 2009 to June 30, 2009, I exchanged numerous correspondence with Mr. Gerstenmaier in which we discussed ways in which NASA and PlanetSpace could possibly resolve the controversy, [REDACTED]

[REDACTED]. Copies of these correspondence, from which certain business-sensitive materials have been redacted, are attached. As these discussions

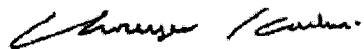
transpired, I believed there was a real possibility of PlanetSpace and NASA finding a way to avoid the need for further litigation.

6. On June 30, 2009, I sent a lengthy correspondence to Mr. Gerstenmaier, in which I explained PlanetSpace's objectives and described a number of different options that PlanetSpace would be willing to accept. My June 30 correspondence invited a response from Mr. Gerstenmaier, which PlanetSpace never received. After waiting approximately two weeks for a response from Mr. Gerstenmaier, I concluded that the parties would not be able to resolve their differences, and PlanetSpace decided to proceed with its plan to file a protest at the U.S. Court of Federal Claims. This protest was filed on July 23, 2009.

7. The documents reflecting these settlement discussions between PlanetSpace and NASA are attached to this declaration as Exhibit A.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed this 2nd day of October, 2009.



Dr. Chirinjeev Kathuria

EXHIBIT A

to Declaration of Dr. Chirinjeev Kathuria

